

IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF MISSISSIPPI

IN RE:

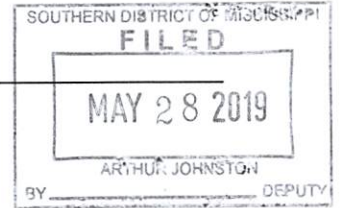
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Case No. 19-31313-SGJ-11

(Pending Before the United States
Bankruptcy Court for the Northern
District of Texas)

REGENTS HOLDINGS, INC.,

Debtor,



IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI

RICK MORGAN, JOHN MATTHEWS,
et. al.

Plaintiffs

v.

REGENTS CONSULTING GROUP, LLC,
REGENTS HOLDINGS, INC., *et. al.*,

Defendants

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CIVIL ACTION
Adversary No. 3:19cv379-TSL-RHW

NOTICE OF REMOVAL

TO THE UNITED STATES DISTRICT COURT:

Chapter 11 Debtor Regents Holdings, Inc. (the “Debtor”) in the above-captioned Chapter 11 case pending in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the “Bankruptcy Case”) and Defendant in a lawsuit styled, *Rick Morgan, John Matthews, Chris Minton, Jake Thompson, Eileen McCarthy, Lori Beahm, and Holly Cohoon v. Regents Consulting Group, LLC, Regents Holdings, Inc., Mark Crist, Robert Acuna, and Stephen Lamb*, Case No. 25CH1:18-319, pending before the Chancery Court of the First Judicial District of Hinds County, Mississippi (the “Mississippi State Court Case”) hereby removes the Mississippi State Court Case from state court to the United States District Court for the Southern District of Mississippi. As grounds for removal, the Debtor states the following:

1. The Debtor is a defendant in the above-described state-court lawsuit. True and correct copies of all process and pleadings are filed with this notice as required Federal Rule of Bankruptcy Procedure 9027 and are attached hereto as Exhibit A.

2. This case involves a lawsuit brought by Rick Morgan, John Matthews, Chris Minton, Jake Thompson, Eileen McCarthy, Lori Beahm, and Holly Cohoon for a Declaratory Judgment regarding the ownership rights of the Debtor in Regents Consulting, which Debtor owns a 50% interest in. Furthermore, the Mississippi State Court Case alleges causes of action for accounting from Debtor and requests a constructive trust and injunctive relief.

3. This Court has jurisdiction over this case pursuant to 28 U.S.C. § 1334 and the removed lawsuit is a civil action other than a proceeding before the Tax Court or a civil action brought by a governmental unit to enforce the governmental unit's police or regulatory power. In the Fifth Circuit, a "matter is related for § 1334 purposes when the outcome of that proceeding could *conceivably* have any effect on the estate being administered in bankruptcy." *Matter of Walker*, 51 F.3d 562, 569 (5th Cir. 1995) (internal citations and quotations omitted). The Mississippi State Court Case could have more than a "conceivable" effect on the Debtor's estate as the pleadings, on their face, seek a determination of the assets of Debtor—namely, Debtor's interest in Regents Consulting Group, LLC. In fact, the Mississippi State Court Case *will* have an impact on the administration of Debtor's case.

4. Consideration of this action is a core proceeding pursuant to 28 U.S.C. § 157(b)(1), and 157(b)(2)(a)–(c); (o), because it involves matters concerning the administration of Debtor's bankruptcy estate and allowance or disallowance of claims against the estate, and it will invoke counterclaims by Debtor's bankruptcy estate and proceedings affecting the liquidation of Debtor's bankruptcy assets or the adjustment of the debtor-creditor relationship. To the extent this Court

determines this is not a core proceeding, the Debtor consents to the entry of final orders or judgment by the bankruptcy court. Venue is proper before this Court and the Debtor's bankruptcy court pursuant to 28 U.S.C. § 1452.

5. Debtor will file a Notice of Filing Notice of Removal in the Chancery Court of the First Judicial District of Hinds County, Mississippi and will serve said notice on all parties to the Mississippi State Court Action pursuant to Bankruptcy Rule 9027.

Dated: May 28, 2019

Respectfully Submitted,

/s/ Slates C. Veazey

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CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that, on May 28, 2019 the foregoing document was served via the Court's CM/ECF system or otherwise by first class mail, postage prepaid, on each of the parties listed below:

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- 2) *Pro Se Defendant*
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/s/ Slates C. Veazey
Slates C. Veazey